

HUGH L. CAREY BATTERY PARK CITY AUTHORITY
Meeting of the Members
One World Financial Center, 24th Floor
New York, NY 10281
September 23, 2014

Members Present

Dennis Mehiel, Chairman/CEO
Frank Branchini, Member
Martha Gallo, Member
Lester Petracca, Member

Authority Staff in Attendance: Shari Hyman, President/COO
Lauren Brugess, Legal Executive Assistant/Assistant Corporate Secretary
Gwen Dawson, Vice President, Real Property
Robin Forst, Vice President, External Affairs
Angela Howard, Senior Director of Project Management
Benjamin Jones, Vice President, Administration
Susie Kim, Associate General Counsel
Karl Koenig, Controller
Kevin McCabe, Special Assistant to the Chairman/CEO
Brenda McIntyre, Vice President, Human Resources
Robert Nesmith, Chief Contracting Officer
Anthony Peterson, Director of Diversity Programs
Alix S. Pustilnik, General Counsel/Corporate Secretary
Robert M. Serpico, Chief Financial Officer
John Tam, Director of IT
Alexis Torres, Special Advisor to the President/COO
Ken Windman, Director Facilities Maintenance & Construction

Others in Attendance: Betty Chin, Battery Park City Parks Conservancy Corporation
Tessa Huxley, Battery Park City Parks Conservancy Corporation
Therese Loeb Kreuzer, Downtown Express
Matt Fenton, The Broadsheet
Jordan Gruzen, The Regatta

The meeting, called on public notice in accordance with the New York State Open Meetings Law, convened at 9:33 a.m.

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The first item on the agenda was the approval of the minutes of the July 31, 2014 meeting. Upon a motion made by Mr. Branchini and seconded by Ms. Gallo, the following resolution was unanimously adopted:

APPROVAL OF MINUTES OF THE JULY 31, 2014 MEETING

BE IT RESOLVED, that the minutes of the meeting of the Members of the Hugh L. Carey Battery Park City Authority held on July 31, 2014 are hereby approved.

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The next item on the agenda was the M/WBE Report, presented by Mr. Peterson. Before Mr. Peterson began, Chairman Mehiel commended him on being awarded the Gentleman of Quality Award on behalf of the New York Women's Chamber of Commerce. Mr. Mehiel stated, "Anthony has been extraordinary in his professional life here and the award recognized all of his efforts in assisting M/WBE contractors to become qualified...[he] has been instrumental and important in actually connecting them [M/WBE contractors] to the opportunities so that our diversity goals, both here at the Authority and generally in our community at large, are achieved."

Mr. Peterson reported that the M/WBE utilization for July and August currently stands at 20% - 12% for MBEs and 8% for WBEs. In addition, he noted that the Authority requires its tenants to include M/WBE goals in their leases, especially when it comes to construction, for example, Brookfield's retail renovation project. Mr. Peterson mentioned that the Authority will be participating in the 4th Annual New York State M/WBE Forum, which facilitates M/WBEs making new connections and learning new information to become more competitive.

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Chairman Mehiel suggested that the next item on the agenda, the modification to the Conservancy's other post-employment benefits policy be tabled, as it had been at the Conservancy's Board meeting.

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The next item on the agenda, presented by Ms. Dawson, was an authorization to enter into a contract with Gazebo Contracting, Inc. ("Gazebo") for settlement remediation on the western border of One North End Avenue.

Ms. Dawson explained that Authority and Conservancy staff noticed settlement and sinking in the area to the west of One North End Avenue and to the north of the Belvedere Plaza. The area was monitored and investigated by the Authority's on-call engineer, she said, and the resulting remediation plan specifies removal of all the fill material in the affected area. Ms. Dawson stated that such removal would expose the deck and allow for the replacement of the compacted fill material and the expansion joint material as needed, and then the pavers would be replaced at the original grade.

Ms. Dawson stated that Gazebo is qualified to perform the required work, and is the highest scoring proposer, and, therefore, the Real Property Department recommends entering into a contract with Gazebo in the amount of \$564,425.00 to perform the settlement remediation project.

Upon a motion made by Ms. Gallo and seconded by Mr. Petracca, the following resolution was approved:

AUTHORIZATION TO ENTER INTO A CONTRACT WITH GAZEBO CONTRACTING INC. FOR WESTERN BORDER OF ONE NORTH END AVENUE SETTLEMENT REMEDIATION

BE IT RESOLVED, that in accordance with the materials presented to this meeting, the President and Chief Operating Officer (the “President”) of the Authority or his/her designee(s) be, and each of them hereby is, authorized to enter into a contract (the “Contract”) with Gazebo Contracting Inc. in the amount of \$564,425.00 to perform the general contracting services for the Western Border of One North End Avenue Settlement Remediation Project; and be it further

RESOLVED, that the President or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute and deliver the Contract on behalf of the Authority, subject to such changes as the officer or officers executing the Contract shall, with the advice of counsel, approve as necessary and appropriate and in the best interest of the Authority, such approval to be conclusively evidenced by the execution and delivery of the Contract; and be it further

RESOLVED, that the President or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute all such other and further documents, and take all such other and further actions as may be necessary, desirable or appropriate, in connection with the transaction contemplated in the foregoing resolutions, and any such execution of documents and any other further actions heretofore taken are hereby ratified and any actions hereafter taken are confirmed and approved.

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The next item on the agenda, presented by Ms. Dawson, was an authorization to enter into a contract with Parsons Transportation Group of New York, Inc. (“Parsons”) for the infrastructure and resiliency study.

Ms. Dawson explained that during the prior year’s capital planning, Management anticipated undertaking a comprehensive assessment of the condition of the Battery Park City infrastructure, including assessing the vulnerability of the infrastructure to storm-related events and climate change, getting recommendations for resiliency measures, modernizing Battery Park City’s infrastructure and developing a comprehensive approach to maintenance protocols.

As a result of the technical evaluation, the interviews and a final evaluation, Parsons was selected as the highest scoring proposer, Ms. Dawson stated. She noted that Parsons has an impressive record of performing past infrastructure assessments, valuations, asset management and resiliency programs. Consequently, Ms. Dawson recommends that the Authority enter into a contract with Parsons in an amount equal to \$1,162,081.60, to perform the infrastructure and resiliency study. This project is included in the Authority’s capital plan and will be funded with 2013 proceeds.

Upon a motion made by Mr. Petracca and seconded by Mr. Branchini, the following resolution was approved:

AUTHORIZATION TO ENTER INTO A CONTRACT WITH PARSONS TRANSPORTATION GROUP OF NEW YORK, INC. FOR INFRASTRUCTURE AND RESILIENCY STUDY

BE IT RESOLVED, that in accordance with the materials presented to this meeting, the President and Chief Operating Officer (the “President”) of the Authority or his/her designee(s) be, and each of them

hereby is, authorized to enter into a contract (the "Contract") with Parsons Transportation Group of New York, Inc. for an infrastructure and resiliency study in the amount of \$1,162,081.60; and be it further

RESOLVED, that the President or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute and deliver the Contract on behalf of the Authority, subject to such changes as the officer or officers executing the Contract shall, with the advice of counsel, approve as necessary and appropriate and in the best interest of the Authority, such approval to be conclusively evidenced by the execution and delivery of the Contract; and be it further

RESOLVED, that the President or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute all such other and further documents, and take all such other and further actions as may be necessary, desirable or appropriate, in connection with the transaction contemplated in the foregoing resolutions, and any such execution of documents and any other further actions heretofore taken are hereby ratified and any actions hereafter taken are confirmed and approved.

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The next item on the agenda, presented by Ms. Dawson, was an authorization to amend the contract with FJC Security Services, Inc. ("FJC") for security at Pier A.

Ms. Dawson stated that the Authority has utilized a combination of patrol officers and private security firms to provide security services for Battery Park City. The PEP officers patrol public areas and private security firms perform fixed-site security services for construction sites. Ms. Dawson continued that this past spring, an agreement was reached with the Authority's tenant at Pier A to split the costs of the private security services since both entities had ongoing construction projects on site at the same time. She explained that once Pier A opens to the public there will be a transition period during which Pier A security needs would be gauges, both from the Authority's standpoint and from the Authority's tenant's standpoint. In order to have the ability to fill in security services as needed during that transition period, Ms. Dawson recommended amending the existing contract with FJC through February 2015, and allocating sufficient funds to address any potential needs that may arise during this transition period.

Upon a motion made by Ms. Gallo and seconded by Mr. Petracca, the following resolution was approved:

**AUTHORIZATION TO AMEND THE CONTRACT WITH FJC SECURITY SERVICES, INC.
RELATING TO FIXED-SITE SECURITY GUARD SERVICES**

BE IT RESOLVED, that in accordance with the materials submitted at this meeting, the President and Chief Operating Officer of the Battery Park City Authority (the "President") or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute an amendment (the "Amendment") to the security services contract with FJC Security Services, Inc. ("FJC"), for fixed-site security guard services, to (1) increase the amount payable thereunder by \$250,000 for a total not-to-exceed amount of \$1,855,693 and (2) extend the term of the contract through February 28, 2015 ; and be it further

RESOLVED, that the President of the Authority or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute and deliver the Amendment on behalf of the Authority, subject to such changes as the officer or officers executing the Amendment shall, with the advice of counsel,

approve as necessary and appropriate in the best interest of the Authority, such approval to be conclusively evidenced by the execution and delivery of the Amendment; and be it further

RESOLVED, that the President of the Authority or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute all such other and further documents, and to take all such other and further actions as may be necessary, desirable or appropriate, in connection with the transactions contemplated in the foregoing resolutions, and any such execution of documents and any other further actions heretofore taken are hereby ratified and any actions hereafter taken are confirmed and approved.

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The next item on the agenda, presented by Ms. Pustilnik, was an authorization to amend the contract with Wilson Elser Moskowitz Edelman & Dicker, LLP ("WEMED") relating to the 9/11 litigation.

Ms. Pustilnik began by explaining that WEMED has been the Authority's litigation counsel on matters related to September 11th since 2007 and WEMED has been doing a good job. She noted that the 9/11 cases are now in the discovery phase, which means a lot of lawyer time and effort, and that a few cases have been scheduled to go to trial shortly, all of which result in increased costs.

Upon a motion made by Ms. Gallo and seconded by Mr. Branchini, the following resolution was approved:

AUTHORIZATION TO AMEND THE CONTRACT WITH WILSON ELSER MOSKOWITZ EDELMAN & DICKER, LLP RELATING TO THE 9/11 LITIGATION

BE IT RESOLVED, that in accordance with the materials submitted at this meeting, the President and Chief Operating Officer of the Battery Park City Authority (the "President") or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute an amendment (the "Amendment") to the 9/11 litigation contract with Wilson Elser Moskowitz Edelman & Dicker, LLP, for legal services, increasing the amount payable thereunder by \$350,000 for a total not-to-exceed amount of \$2,615,000; and be it further

RESOLVED, that the President of the Authority or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute and deliver the Amendment on behalf of the Authority, subject to such changes as the officer or officers executing the Amendment shall, with the advice of counsel, approve as necessary and appropriate in the best interest of the Authority, such approval to be conclusively evidenced by the execution and delivery of the Amendment; and be it further

RESOLVED, that the President of the Authority or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute all such other and further documents, and to take all such other and further actions as may be necessary, desirable or appropriate, in connection with the transactions contemplated in the foregoing resolutions, and any such execution of documents and any other further actions heretofore taken are hereby ratified and any actions hereafter taken are confirmed and approved.

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Ms. Gallo made a motion to enter Executive Session to discuss matters pertaining to litigation and the proposed acquisition, sale or lease of real property, which was seconded by Mr. Branchini. The Members entered Executive Session at 10:13 a.m.

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The Members exited Executive Session at 11:01 a.m. and resumed the public meeting.

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There being no further business, upon a motion by Mr. Branchini and seconded by Mr. Petracca, the Members unanimously voted to adjourn the meeting. The meeting thereupon adjourned at 11:01 a.m.

Respectfully submitted,


Lauren Brugess
Assistant Corporate Secretary